

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

SCANSOFT, INC.,

Plaintiff,

V.

C.A. No. 04-10353-PBS

VOICE SIGNAL TECHNOLOGIES, INC.,
LAURENCE S. GILLICK, ROBERT S.
ROTH, JONATHAN P. YAMRON, and
MANFRED G. GRABHERR.

Defendants.

AFFIDAVIT OF MIRA GENSER

I, Mira Genser, hereby depose on oath and state as follows:

1. I am Vice President of Marketing Communications at Defendant Voice Signal Technologies, Inc. ("Voice Signal"). I have been employed by Voice Signal for two and one-half years, and prior to my employment, acted as a consultant to Voice Signal for two years.
2. In this position, I am Voice Signal's point of contact with industry analysts, financial analysts and the media. I have extensive knowledge regarding Voice Signal's product launches and business strategies, among other things.
3. Given my exposure to Voice Signal's confidential proprietary information, I was required to execute upon commencement of employment Voice Signal's so-called Proprietary Information and Inventions Agreement, which contains, among other things, a one-year non-compete provision. A true and accurate copy of my executed agreement, dated August 25, 2004, is attached hereto as Exhibit A.

4. In the summer of 2006, a recruiter contacted me to see if I wanted to explore new job opportunities. Based on my conversation with this recruiter, I know that the employment opportunities she wanted to discuss involved Nuance.

5. On January 23, 2007, I received a voicemail from a recruiter named Caitlin, who indicated that she was recruiting for Nuance, and wished to speak with me regarding employment opportunities there. Caitlin told me that she was "calling around to . . . speak further with everybody and to just let [me] know that Nuance is growing rapidly and we're looking always for some new talent to bring on board." A true and accurate transcription of this message is attached hereto as Exhibit B.

Signed under the pains and penalties of perjury this 7th day of February, 2007.

/s/ Mira Genser

Mira Genser

CERTIFICATE OF SERVICE

I hereby certify as follows:

1. This document filed through the ECF system will be sent electronically to the registered participants in the Notice of Electronic Filing (NEF) and paper copies will be sent to those indicated as non-registered participants on February 7, 2007.

2. On February 7, 2007, a true and correct copy of this document and the accompanying pleadings was served by hand to Rebecca L. Hanovice, Esq. of Bromberg & Sunstein LLP, 125 Summer Street, Boston, MA 0211.

/s/ Sarah C. Columbia
Sarah C. Columbia